

**405 NPA JEOPARDY PLANNING
INDUSTRY MEETING MINUTES
FEBRUARY 26, 1997**

The second Industry meeting was held this day to continue discussions on the development of an Industry Jeopardy Plan for the 405 NPA. Attachment 1 is a list of the attendees.

Bill Adair, NPA Relief Coordinator, advised that we now have approximately 120 codes available for assignment during the Jeopardy Plan period. (This figure includes NXXs which will be retrieved from codes currently shown as Reserved, Protected, and Plant Test.) In the event the Oklahoma Corporation Commission decides that the Overlay Option should be used for relief, this amount would be reduced by approximately 20 codes. This is necessary to accommodate the recent FCC Overlay stipulation of allowing "1 code for every telecommunication provider".

After group discussion, the decision was made to pattern our plan after a recently developed Texas plan. Attachment 2 is a copy of the 405 NPA Jeopardy Plan.

In connection with Item 5 of the Plan, it was suggested that you contact the Code Administration group at 314-247-6597 to confirm receipt of your fax.

In connection with Item 11 of the Plan, Mr. Adair stated that the monthly code assignments will be monitored to ensure we do not end up "rolling over" an excessive number of codes.

If you have questions or comments you may contact either the NPA Relief Coordinator or the Code Administrator.

Bill Adair
NPA Relief Coordinator
5400 Foxridge, Room B10
Mission, KS 66202
PH: 913-676-1539
FAX: 913-676-1102

Mitchelene Taylor
Code Administrator
100 North Tucker, Room 9-F-7
St. Louis, MO 63101
PH: 314-247-6530
FAX: 314-247-3100

ATTENDEES

(Please print)

SUBJECT 405 NPA RELIEF
JEOPARDY PLANNING MEETING LOCATION OKLAHOMA CITY, OKLAHOMA DATE 02-26-97

NAME / INTERNET ADDRESS	COMPANY / ORGANIZATION	ADDRESS (INCL. ZIP CODE)	PHONE / FAX
DWIGHT LAKEY	SW BELL MOBILE SYSTEMS	3800 S. DOUGLAS AVENUE OKLAHOMA CITY, OK 73109	405-644-3405 / 405-631-2446
ROBERT VITANZA	SWB WIRELESS	17330 PRESTON ROAD, #100A MCCLOUD, OK 74851	972-733-2011 / 972-733-5929
KAY SEYMOUR	SOUTHWESTERN BELL TEL. INDUSTRY RELATIONS	800 N. HARVEY ROOM 331 OKLAHOMA CITY, OK 73102	405-291-6318 / 405-291-7240
RUTH NELSON	GTE - INDUSTRY AFFAIRS	1000 GTE DRIVE WENTZVILLE, MO 73385	314-332-7378 / 314-332-7991
JOYCE MILLER	ALLTEL	ONE ALLIED DRIVE, #B4F3 LITTLE ROCK, AR 72203	501-661-7016 / 501-661-5199
RON STRECKER	PTCI	P. O. BOX 1188 GUYMON, OK 73942	405-338-4221 / 405-338-4223
BUDDY FITZPATRICK	MONTE R. LEE & COMPANY	100 N.W. 63 RD STREET, SUITE 100 OKLAHOMA CITY, OK 73116	405-842-2405 / 405-848-8018
BOB COGBURN	DOBSON TELEPHONE CO.	200 SOUTH MALES AVENUE P. O. BOX 770 CHEYENNE, OK 73628	405-497-1319 / 405-497-2217
LYNN BYRD	SPRINT PCS	1717 W. MAIN OKLAHOMA CITY, OK 73106	405-270-8800 / 405-235-3955

ATTENDEES

(Please print)

405 NPA RELIEF

SUBJECT JEOPARDY PLANNING MEETING LOCATION OKLAHOMA CITY, OKLAHOMA DATE 02-26-97

NAME / INTERNET ADDRESS	COMPANY / ORGANIZATION	ADDRESS (INCL. ZIP CODE)	PHONE / FAX
PAM GOODNER	TERRAL TELEPHONE	220 WEST WILSHIRE, #F-1 OKLAHOMA CITY, OK 73116	405-842-1764 / 405-842-1785
RON WETZEL	PIONEER TELEPHONE COOP.	108 EAST ROBBERTS STREET KINGFISHER, OK 73750	405-375-0616 / 405-375-8323
RICHARD SCHARFENBERG	SOUTHWESTERN BELL TEL. CO.	1111 WEST CAPITOL, ROOM 403 LITTLE ROCK, AR 72201	501-373-3002 / 401 373-3327
BOB LUETKEMEYER	SOUTHWESTERN BELL TEL. CO.	121 DEAN A. MCGEE, ROOM 1178 OKLAHOMA CITY, OK 73102	405-291-5599 / 405-236-6115
BILL ADAIR	NPA RELIEF COORDINATOR	5400 FOXRIDGE, ROOM B10 MISSION, KS 66202	913-676-1539 / 913-676-1102
MITCHELENE TAYLOR	CODE ADMINISTRATOR	100 NORTH TUCKER, ROOM 09-F-07 ST. LOUIS, MO 63101	314-247-6530 / 314-247-3100

405 NPA JEOPARDY PLAN

1. All code requests between January 15, 1997 and March 17, 1997 will be returned to the code applicant unassigned.
2. The Industry Jeopardy plan begins on March 17, 1997.
3. All code applications will be handled on a first come/first served basis.
4. All applications will be date and time stamped. For the purposes of this plan, a day begins at 8:00 am Central Time.
5. All code applicants should continue their existing procedures for transmitting code requests to the Code Administrator. However, for the purposes of the 405 Jeopardy plan, a copy of the code request should be faxed directly to the Code Administrator in all cases. The fax number is 314-247-3100.
6. No expedite activation's will be allowed during the Jeopardy plan.
7. Any request for a code received after 12-26-97 will be assigned a code from the NPA's as they will be configured after the split has been completed.
8. No code reservations will be allowed during the Jeopardy plan.
9. 10 NXX's per month may be assigned by the Code Administrator. The total codes assigned in a month will be at least 10 per month. The total per month could increase if additional codes are retrieved or if the full allocation of 10 codes in a previous month are not assigned.
10. NXX's will be assigned initially on a 1/applicant basis, regardless of the number of requests received from that applicant. If 10 applicants submit requests for codes in a month, each applicant will be assigned 1 code. All additional applications will be denied for that month.
11. If less than 10 NXX applications are received in a month, the balance of the 10 code allocation will be transferred to the next month for possible assignment.
12. If less than 10 applicants request codes in a month, but the total number of code applications exceed 10 codes, an applicant requests multiple codes, the requests will be processed by assigning one code to each applicant in sequential order. Once the last applicant is assigned a code, the assignment process will rotate to the applicants who requested multiple assignments. Each multiple assignment request will be assigned a code in sequence until the allocation for that month is exhausted. Unfilled requests will be returned to the code applicants.
13. Once all codes available in a month have been assigned, all remaining code requests will be canceled and the applications will be returned to the code applicant.
14. If an applicant is one of the first 10 applicants to request a code in a month, the code will be assigned immediately. If an applicant requests multiple codes in a month, the additional codes will not be assigned until the end of the month when all applications have been received.
15. Each month, the procedure described above will be used.
16. Code applicants will be required to resubmit code applications the 1st Monday of each month (i.e., 04-07-97, 05-05-97, 06-02-97, 07-07-97, 08-04-97, 09-02-97, 10-06-97, 11-03-96, and 12-01-97). No applicants will be "rolled" from one month to the next. If it was felt by the Industry group that this process was fairest to all applicants, even those who may not have immediate NXX needs.
17. Any dispute over the implementations of this jeopardy plan will be resolved with the involvement of the Code Administrator, the Industry Team and/or the APSC staff. This plan has been reviewed by the Arkansas Public Service Commission staff.

ADAIR

EXHIBIT 8

MEMORANDUM

DATE: MARCH 17, 1997

TO: KENDALL PARRISH
COX OKLAHOMA TELECOM

FROM: MITCHELENE TAYLOR
OKLAHOMA CODE ADMINISTRATOR

SUBJECT: 405 RESERVE CODE RETRIEVAL

This is to confirm our conversation on the morning of March 13th concerning Code Administration's retrieval of the 10 NXX's which had been reserved for your company's future use.

In December of 1996, the Industry Central Office Code Administrator notified the North American Numbering Plan Administrator that the 405 NPA was being placed in NXX Jeopardy. The Industry was subsequently notified via PL-NANP-031 dated 01-15-97. Per the Central Office Code Assignment Guidelines, this situation suggests the cancellation of code reservations. Therefore, effective immediately, the following codes will become a part of the allocated jeopardy plan and will no longer be set aside for Cox Oklahoma Telecom's future planning purposes: 600, 601, 602, 603, 604, 605, 606, 607, 608, and 609.

Feel free to submit application paperwork for at least one code at a time as your "activation" needs arise for this NPA. However, no reservations will be accepted until relief can be obtained. Relief for the 405 NPA is now tentatively scheduled for 04-01-98.

Thank you for your cooperation and understanding during this code jeopardy period.

CC: Bill Adair

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In The Matter of Application of SBC Communications Inc., Southwestern Bell Telephone Company, and southwestern Bell Communications Services, Inc., d/b/a Southwestern Bell Long Distance, for Provision of In-Region, InterLATA Services in Oklahoma	CC Docket No. 97-121
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**REPLY AFFIDAVIT OF DEBRAH BAKER-OLIVER
ON BEHALF OF SOUTHWESTERN BELL TELEPHONE CO.**

STATE OF MISSOURI §
 §
CITY OF ST. LOUIS §

I, Debrah Baker-Oliver, do declare and state as follows:

1. My name is Debrah Baker-Oliver. In my first affidavit I described how SWBT has satisfied the competitive checklist requirements of USC §271(c)(2)(B)(viii) and (xi) relating to white page directory listings and Interim Number Portability (INP). In this reply affidavit I specifically address opposition comments made by AT&T Communications of Southwest, Inc., Brooks Fiber Properties, Inc., and Sprint Communications L.P. relating to interim number portability.

Checklist Item (xi) - Number Portability

2. In its comments, at paragraph III E. (pp.33-34), AT&T's asserts that SBC is not providing or offering interim number portability. Contrary to AT&T's assertion.

SWBT offers, and is currently providing, interim number portability pursuant to the FCC's Number Portability Order (CC Docket No. 95-116) and the Act. These services include INP-Remote, which is a form of remote call forwarding (RCF) service, and INP-Direct, which uses direct inward dialing (DID) technology. Although this proceeding is limited to a review of SWBT's success in meeting the requirements of §271 of the Act, by its comments, AT&T is improperly seeking to use this proceeding to again plead its case for requiring SWBT to provide additional forms of INP. This issue was addressed and ruled upon by the Oklahoma Corporation Commission (OCC) as a result of arbitration proceeding between SWBT and AT&T. In the arbitrator's ruling, which was adopted by the OCC, the OCC found that "SWBT's proposal to offer Remote Call Forwarding as an INP solution complies with both the federal Act and the FCC Number Portability Order" (Arbitrator's Report, p.16)

4. AT&T witness Mark Lancaster contends at page 18, paragraph 37 of his affidavit, that SWBT's refusal to provide route index number portability in conjunction with LERG reassignment, will put AT&T at a competitive disadvantage when seeking to serve large business customers. SWBT's recent and continued provision of INP-Remote to several large business customers of Brooks Fiber clearly displays that SWBT's INP solutions do, in fact, allow local service providers to compete for and win large business accounts utilizing RCF technology.
5. Mr. Lancaster also argues, at paragraphs 39-47 that route index number portability is both comparable to RCF and DID and technically feasible. As stated by SWBT

witness, Mr. Bill Deere, route indexing number portability cannot be considered to be comparable to the RCF and DID INP methods, nor has it been proven to be a reliable means of providing INP. Mr. Deere explains, that in addition to the extensive manual "work-arounds" required to implement and provision route indexing as an INP solution, it also has the potential to cause customer service problems. Although AT&T asserts that many RBOCs have either been ordered to, or have agreed to, provide route indexing as a means of INP, they have not been able to point to any RBOCs who are currently deploying such a method. SWBT's own investigation revealed that no RBOCs currently have available testing protocols for a route indexing application. In compliance with an arbitration order issued by the Texas PUC last fall, SWBT is currently in the process of developing testing protocols for route indexing. This protocol test should identify any operational problems or network reliability concerns. Although it was determined that there are no existing testing protocols for route indexing available in the industry today, SWBT has learned that U.S. West is experiencing call set-up delays up to 14 seconds in live testing environments.

6. In its comments at pages 23-24 Brooks states "Brooks encountered difficulties in getting SWBT LSPSC (which process INP orders) and its ICSC group (which processes access service requests) to coordinate DS1 and INP activation for seamless implementation of Type 2 service using INP. Brooks has accurately stated the manner in which they submitted their orders, and their ordering is precisely an example of how conversions do not happen correctly because Brooks fails to coordinate and follow defined procedures. As Brooks indicates, the

LSPSC is the center that processes INP orders. This center handles all LSP order activity. The LSPSC does not coordinate with the ICSC, which is a dedicated center established to handle access service orders for interexchange carriers (IXCs). Not only did SWBT have no way of knowing that Brooks had ordered a DS1 facility from the ICSC, it also had no way to know that Brooks had intended to use the facility in the provision of its INP service. As stated above, even though a number of Brooks employees attended overview sessions and ordering workshops, they continue to submit their LSP orders incorrectly, thereby delaying the implementation of INP services for their customers.

7. At page 28 of its comments, Sprint claims no rates have been set for number portability, which results in an open-ended risk for CLECs. SWBT has in fact established rates for the provision of INP; however, the FCC's Number Portability Order concerning INP cost recovery is not yet final. Absent such an order SWBT has proposed that the costs for INP be tracked pending the final outcome and has committed to comply with all effective FCC, Commission and/or court Orders governing INP cost recovery and compensation. As such, until a final decision is rendered on INP cost recovery, SWBT has agreed to track the costs associated with the implementation and provision of INP and to "true-up" INP-related accruals to reflect the final terms of any such order.
8. This concludes my affidavit.

The information contained in this affidavit is true and correct to the best of my knowledge and belief.

Debrah A. Baker-Oliver

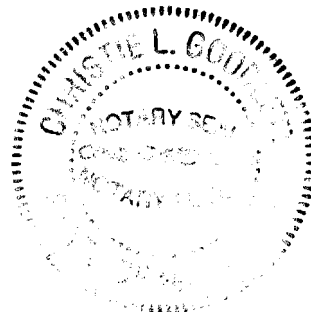
Debrah Baker-Oliver

Subscribed and sworn to before me this 24th day of May, 1997

Christie L. Goodlett NOTARY PUBLIC

My commission expires:

CHRISTIE L. GOODLETT
NOTARY PUBLIC—STATE OF MISSOURI
ST. LOUIS COUNTY
MY COMMISSION EXPIRES MAY 10, 1999



CHRISTIE L. GOODLETT
NOTARY PUBLIC—STATE OF MISSOURI
ST. LOUIS COUNTY
MY COMMISSION EXPIRES MAY 10, 1999

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In The Matter of Application of SBC Communications Inc., Southwestern Bell Telephone Company, and southwestern Bell Communications Services, Inc., d/b/a Southwestern Bell Long Distance, for Provision of In-Region, InterLATA Services in Oklahoma	CC Docket No. 97-121
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**REPLY AFFIDAVIT OF RANDALL K. BUTLER
ON BEHALF OF SOUTHWESTERN BELL TELEPHONE CO.**

**STATE OF OKLAHOMA §
 §
COUNTY OF OKLAHOMA §**

I, Randall K. Butler, being of lawful age and duly sworn upon my oath, do hereby depose and state as follows:

1. My name is Randall K. Butler. In my first affidavit in this case I provided information concerning the status of local service provider (LSP) interconnection in Oklahoma. The purpose of this affidavit is to respond to comments made by opposing parties in this proceeding relating to SWBT's interconnection efforts in Oklahoma.
2. I was amazed and disappointed that Brooks and the DOJ would take the position that SWBT has somehow impeded Brooks entry into local service by failing to fully implement Brooks' interconnection agreement. This is simply not the case.

3. Although I value my working relationship with Brooks, and would not normally criticize their operations, I feel that I must clear up the record on these points -- both on my own behalf, and on behalf of all my associates who have worked long and frustrating hours on Brooks implementation matters.
4. As set out in greater detail below, I believe that SWBT has more than satisfied its obligations to Brooks, and I believe that the Brooks employees who have actually worked with SWBT on the local level to get this job done would agree with me. This belief is supported by the positive and appreciative comments made by various Brooks employees to me and other SWBT employees concerning the job that were doing. Verbal comments which are noted in our files include the following:
 - “Who can we contact in Kansas City that would be my Randy Butler – who can save my butt getting my switch turned up, like my Randy Butler in Oklahoma did?”
 - “Mr. Butler: Thank-you for your ever diligent responsiveness to our requests and inquiries; we at Brooks Tulsa are truly blessed to have you as our SWB liaison.....Again Randy, we are grateful for your time and effort” (e-mail transmission).
 - Brooks realizes SWBT has been “jumping through hoops” to work all of their INP requests and “greatly appreciates” all of the hard work. He doesn’t “know how to express how much he really appreciates us.”
 - SWBT has been “nothing but wonderful” in trying to meet all of Brooks’ requests. Brooks will “work out their internal problems” and “hopefully be in sync with SWBT.”
 - “SWBT is by far the best RBOC to deal with.”

Some of the areas on which I have worked with Brooks include the following:

BROOKS INTERCONNECTION TRUNKS AND TRAFFIC VOLUMES

5. **Trunk Usage:** My first affidavit in this case discussed the number of interconnection trunks installed by SWBT for Brooks in the Oklahoma Market Area. Proprietary Exhibit No. 1 to this affidavit updates that information, and demonstrates that Brooks currently has operational one-way local intraLATA trunks for the termination of SWBT originated local calls on the Brooks switch, and operational one-way local intraLATA trunks for the termination of Brooks-originated local calls on the SWBT network.
6. **Trunk Forecasting:** The Brooks interconnection agreement states that SWBT is responsible for sizing and servicing the trunks that go from SWBT to Brooks. However, SWBT's ability to fulfill this requirement in a timely manner is largely dependent on receipt of accurate forecasts from Brooks as to the volume of traffic it expects SWBT to deliver to the Brooks network. Brooks' original forecast has changed three times, and is likely to change again before the end of this year. Brooks' unplanned-for need for trunks has created difficulty for SWBT in engineering sufficient facilities to meet Brooks' requirements. In one case, Brooks' call volumes had increased to the point that their trunks could not handle their traffic during peak hours. We were told of this overflow condition at noon. Although it was impossible to get trunks installed that day, we assisted Brooks in handling the situation by offering to use convert 96 of their interLATA trunks to

local usage as a stop gap measure. This was completed by 5:30 p.m. the same day, and Brooks was very appreciative of our efforts.

7. **Traffic Volumes:** As noted above, Brooks' traffic volumes have been so heavy that both Brooks and SWBT have experienced difficulty in keeping up with demand. For this reason I was very surprised to read Brooks' claim that it is "serving a relatively small number of business customers," and that it is providing local service to four of its employees through resale of SWBT's service. While I have no knowledge as to the number of customers Brooks is serving over its own network, I do have knowledge of the call volumes between Brooks' network and SWBT's network over the interconnection trunks referenced in Proprietary Exhibit 1. Brooks began passing traffic in January, 1997. The amount of traffic over those trunks since that time is reflected in the two "Call Graphs" (one for Tulsa and one for Oklahoma City) attached to this affidavit as Proprietary Exhibit 2. I personally find it difficult to believe that 4 resale residential customers and a "small number of business customers" could generate calls in an 18-week period. Averaged over the 18-week period, more than calls a week either originated from or terminated to a customer served by one of Brooks' switches.

NETWORK INTERCONNECTION

8. Interconnection is an extremely time consuming and technical process of coordinating between two telecommunications networks. If it is to proceed in a

seemingly transparent and timely fashion, the parties must be ready at both ends from a planning, engineering and network prospective to hook the networks up.

9. When we first began implementing with Brooks in Oklahoma, we committed to having their trunks turned up and running within 20 days of receiving a complete request for service. We received Brooks' first request on October 25, 1996. Although that request was not complete or accurate, we undertook to make it work within the committed 20 day interval. After working intensively to obtain necessary information that was not included in the service request, to correct the inaccurate information that was provided by Brooks, and to assist Brooks' in setting their system up, SWBT was ready to go on the 19th business day (November 21, 1997).
10. When I called Brooks' Oklahoma City and Tulsa locations on November 22, 1996 to turn up service, I discovered that Brooks had not yet installed the necessary SS7 links and therefore was unable to pass traffic. Although Brooks put SWBT on a full court press to get service up and running, Brooks was not ready to begin testing until mid-December. As a result of Brooks' delay, passing of actual traffic did not occur until January.
11. I was in constant contact with Brooks during this time period, working to meet Brooks' requirements. In addition to myself and the SWBT LSPSC, Helen Morris, the SWBT account manager for Brooks, was also involved on an almost continual basis in working through problems resulting from Brooks' failure to

provide accurate and timely information necessary to complete the implementation process. After personally experiencing this process with Brooks, and knowing the degree of effort, which other SWBT employees and I have expended in assisting Brooks, I simply cannot see any basis for Brooks' claim that SWBT is responsible for delaying the implementation of the Brooks agreement. Based on my involvement and experience in implementing the Brooks interconnection agreement, the implementation delays, which have arisen, have been largely caused by Brooks own lack of preparedness, indecision and inexperience.

INTERIM NUMBER PORTIBILITY

12. A considerable number of comments have been made by Brooks, AT&T, the DOJ and others concerning supposed problems in implementing interim number portability ("INP") in Oklahoma. In order for INP conversions to occur smoothly, a coordinated collaborative effort is required. Both parties must comply with operational commitments in order to achieve a smooth transition and meet agreed upon due dates. Delays, and even service interruptions, can result when either party changes specification requirements or fails to follow conversion procedures.
13. In the early stages of INP implementation, SWBT did discover a problem with its methods at the LSPSC; however, once SWBT determined the source of the problem, it took immediate action, revised the methods and reviewed the revisions with LSPSC representatives. SWBT has continued to review its procedures, and

to revise those procedures when necessary to meet the needs of LSPs. Following these procedures, SWBT has ported over 2,500 lines for Brooks in Oklahoma since the start of the year, with little or no problem.

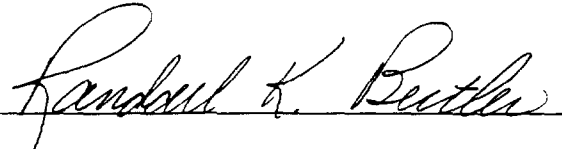
14. Brooks references a premature service interruption to one of its customers that was due to be converted to INP service at 5:00 p.m. on April 24, 1997. This service interruption occurred when a SWBT installer inadvertently worked a disconnect order at approximately 2:00 p.m., rather than at the 5:00 p.m. scheduled cut over time. Since this occurrence, SWBT has taken measures to avoid future occurrences. However, what Brooks and the other commenters fail to note is that, of the relatively few INP problems that have arisen, the vast majority have resulted from Brooks Fiber not being ready to convert the lines in accordance with their specified due dates, lack of internal communication at Brooks Fiber, and failure to submit orders to SWBT in the correct manner.
15. Although Brooks received explicit instructions from SWBT for the proper placement of INP orders, at least one significant INP “failure” was directly attributable to Brooks placing its service order (for the cut-over of its own business lines to its switch) with SWBT’s business office, rather than the LSPSC. Once the cause of the problem was identified, one of the Brooks representatives who initially placed blame on SWBT acknowledged having “egg on his face” as a result of the incident.
16. SWBT has continually worked to ensure a collaborative effort with Brooks by

maintaining open lines of communication and responding to the needs of Brooks when scheduled cuts had to be delayed or rescheduled. There have been several occasions where SWBT was ready to test and turn up INP service, only to find that Brooks was not ready. On these occasions, SWBT had employees on overtime waiting for Brooks to begin working the orders. On other occasions, when Brooks delayed a scheduled conversion, SWBT released employees to go home, only to turn around a few hours later and call them back in to work at Brooks' request to go forward with the conversion rather than rescheduling for a later date.


17. Brooks has readily admitted to having internal coordination problems, not having adequate personnel available to work the orders, and requesting to change the original due date at the last minute. Specific problems expressed by Brooks employees to SWBT's LSPSC employees include: 1) that the Brooks Grand Rapids office had failed to provide copies of INP order forms to the local office; 2) the Brooks local personnel did not have a copy of the contract that included the due date intervals – this was only distributed to upper management; 3) the Brooks processing center is understaffed and its personnel is under-trained; and 4) the Grand Rapids office not only acknowledged that SWBT would not be able to continue to meet the short due date intervals, but that the Brooks Grand Rapids office would itself turn back orders received from the Brooks Oklahoma sales office with unreasonably short due dates.

18. All of this is to say that SWBT has gone out of its way to accommodate Brooks with regard to implementation of INP. I disagree strongly with Brooks' statement that "the INP problems it is continuing to encounter...stem from SWBT administrative inefficiencies and error." I believe that SWBT has fully met the requirements of its interconnection agreement with Brooks concerning INP, as well as the requirements of the law.
19. This concludes my affidavit.

The information contained in this affidavit and in the attached Schedule is true and correct to the best of my knowledge and belief.


RANDALL K. BUTLER

Subscribed and sworn to before me this 23rd day of May, 1997.


NOTARY PUBLIC

My commission expires:

2/23/98

BUTLER PROPRIETARY EXHIBIT 1

**CONFIDENTIAL
SUBJECT TO PROTECTIVE ORDER
IN CC DOCKET 97-121**

BUTLER PROPRIETARY EXHIBIT 2

CONFIDENTIAL
SUBJECT TO PROTECTIVE ORDER
IN CC DOCKET 97-121